

09-23-1999

FORM PTO-1594
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

No Check

To the Honorable Comr

09-20-1999

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ts or copy thereof.

1. Name of conveying

U.S. Patent & TMO/TM Mail Rcpt Dt. #54

Vistar Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation--Illinois
- Other

MD 9-20-99

Additional name(s) of conveying parties(ies) attached: Yes No

2. Name and address of receiving party(ies):

Name: Safelite Glass Corporation

Internal Address: P. O. Box 2000

Street Address: 1105 Schrock Road, Suite 512

City: Columbus State: Ohio Zip: 43229

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: December 18, 1997

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s): 2,118,014; 2,118,015; 1,940,049; 1,948,197; 1,906,776; 1,979,942; 1,765,701; 1,761,711; 1,959,142; 1,555,112; 1,516,693; 1,475,328; 1,000,054

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: James D. Wood

Internal Address: ICE MILLER DONADIO & RYAN

Street Address: One American Square, Box 82001

City: Indianapolis State: Indiana ZIP: 46282

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41): \$ 340.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 09-0007

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

James D. Wood

Name of Person Signing

Signature

9-15-99

Date

Total number of pages including cover sheet: 5

OMB No. 0651-0011 (exp 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

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TRADEMARK

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REEL: 001963 FRAME: 0522

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"VISTAR, INC.", A ILLINOIS CORPORATION,
WITH AND INTO "SAFELITE GLASS CORP." UNDER THE NAME OF "SAFELITE GLASS CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF DECEMBER, A.D. 1997, AT 1 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9215915

DATE:

07-24-98

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2-1897

CERTIFICATE OF MERGER

OF

VISTAR, INC.
(an Illinois corporation)

WITH AND INTO

SAFELITE GLASS CORP.
(a Delaware corporation)

Pursuant to Section 252 of the General
Corporation Law of the State of Delaware

The undersigned corporation Safelite Glass Corp. DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the Merger is as follows:

| <u>NAME</u> | <u>JURISDICTION OF INCORPORATION</u> |
|----------------------|--------------------------------------|
| Safelite Glass Corp. | Delaware |
| Vistar, Inc. | Illinois |

SECOND: A Merger Agreement (the "Merger Agreement") between the parties to the Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations and in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation shall be Safelite Glass Corp.

FOURTH: The Certificate of Incorporation of Safelite Glass Corp., which is the surviving corporation, in effect on the date of the Merger provided for in the Merger Agreement, shall continue in force and effect as the Certificate of Incorporation of the corporation surviving the Merger.

FIFTH: The executed Merger Agreement is on file at the principal place of business of Safelite Glass Corp. at 1105 Schrock Road, Suite 622, Columbus, Ohio 43229.

SIXTH: A copy of the Merger Agreement will be furnished by Safelite Glass Corp., on request and without cost, to any stockholder of Safelite Glass Corp. or Vistar, Inc.

SEVENTH: That this Certificate of Merger shall be effective upon the filing hereof with the Secretary of State of the State of Delaware.

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EIGHTH: The authorized capital stock of each foreign corporation which is a party to the Merger is as follows:

| <u>Corporation</u> | <u>Class</u> | <u>Number of Shares</u> | <u>Par Value Per Share</u> |
|--------------------|--------------|-------------------------|----------------------------|
| Vistar, Inc. | Common | 100,000 | \$10.00 |

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IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger this 13th day of December, 1997.

SAFELITE GLASS CORP.

By: John F. Barlow
Name: John F. Barlow
Title: President

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** TOTAL PAGE.005 **